



Patrick W. Turner
General Attorney-South Carolina
Legal Department

AT&T South Carolina
1600 Williams Street
Suite 5200
Columbia, SC 29201

T: 803.401-2900
F: 803.254.1731
pt1285@att.com
www.att.com

September 12, 2013

The Honorable Jocelyn Boyd
Chief Clerk of the Commission
Public Service Commission of South Carolina
Post Office Drawer 11649
Columbia, South Carolina 29211

Re: Joint Application of TC Systems, Inc. , And Teleport Communications America, LLC, for Approval of Asset Transfer
Docket No. 2013-312-C

Dear Ms. Boyd:

By letter dated August 15, 2013, your office delivered a Notice of Filing to TC Systems, Inc. ("TC Systems"), and Teleport Communications America, LLC ("TCA") and directed TC Systems and TCA to have the Notice published one time in newspapers of general circulation in the affected areas on or before August 26, 2012. The letter also directed BellSouth to provide your office with Proof of Publication on or before September 16, 2013.

In compliance with that letter, TC Systems and TCA respectfully submit the enclosed affidavits executed by representatives of *The Greenville News*, *The Florence Morning News*, *The Post and Courier*, *Aiken Standard* and *The State*. These affidavits reflect that the Notices were published in these newspapers on August 22, August 16, August 19, August 21 and August 22, respectively.

Please do not hesitate to contact me if you have any questions or comments.

Sincerely,

A handwritten signature in black ink that reads "Patrick W. Turner". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Patrick W. Turner

PWT/nml
Enclosure
cc: All Parties of Record
1087567

The Greenville News

greenvilleonline.com

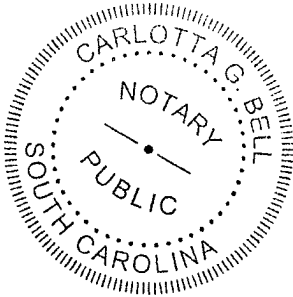
AFFIDAVIT OF PUBLICATION

I, Frank Bomar, being the sales advertising agent for Gannett, Inc.,
do hereby testify that the attached legal advertisement was published on the following dates:

Thursday, August 22, 2013

Frank Bomar
Sale Agent for Gannett, Inc.

Carlotta G. Bell
Carlotta G. Bell
Notary Public for the State of South Carolina
My Commission Expires July 22, 2020.



Ad Text:

4807543PUBLIC SERVICE COMMISSIONOF SOUTH CAROLINA CLERK'S OFFICE NOTICE OF FILINGAND HEARING DOCKET NO. 2013-312-C
Docket Summary: Joint Application of TC Sys-tems, Inc. and Teleport Communications Ame-rica, LLC for Approval to Transfer Assets. TC Systems, Inc. ("TC Systems") and TeleportCommunications America, LLC ("TCA") (toget-her, "Joint Applicants") have filed a Joint Ap-plication for Approval of Asset Transfer withthe Public Service Commission of South Caro-lina ("Commission"). The Application wasfiled pursuant to Title 58 of the South CarolinaCode, including, but not limited to, S.C. CodeAnn. Sections 58-9-280(B), 58-9-310, 58-9-300,and 58-3-230. The Joint Applicants request thefollowing relief from the Commission: 1.) ap-proval of the transfer of all applicable prop-erty, powers, franchises and privileges (inclu-ding without limitation the transfer of TC Sys-tems' existing certificates and authorizationsto provide services) of TC Systems to TCA tooccur on or after October 31, 2013; 2.) approv-al that is required pursuant to Section 58-9-300 (Abandonment of Service); 3.) waiver ofany "slamming regulations that arguablywould be violated by the transaction; 4.) ap-proval of the removal of any local carrierfreezes that are necessary to implement thetransaction; and 5.) granting TCA all of thecertificates and authorizations TC Systemscurrently has, subject to the same terms andconditions that appear in TC Systems' existingcertificates and authorizations. According to the Joint Application, as part ofan on-going, multi-state initiative to increaserefficiency and to provide a more seamlesscustomer experience by consolidating varioussubsidiaries into a single entity, the AT&tfamily of companies would like to transfer theassets of TC Systems, a subsidiary of AT&tCorp., that serve South Carolina customers toits affiliate, TCA, on or about October 31, 2013. The assets to be transferred include, withoutlimitation, all of the certificates and authori-zations TC Systems currently has, subject tothe same terms and conditions that appear inTC Systems' existing certificates and authori-zations. TC Systems' assets also include,without limitation, its accounts receivableand customer base. TC Systems has authorityto provide telecommunications services inSouth Carolina; TCA currently does not haveauthority to provide telecommunicationssservices in South Carolina. The Joint Application states that the proposalis a corporate change and is strictly pro formaand will not impact the provision of telecom-munications services in South Carolina. Also, there will be no change in the ultimate owner-ship, control or management or the day-to-day operations of the authorized carrier. Additionally, service will be provided

using the same network, billing systems, and customer service operations used by TC Systems today. Finally, once the transaction is complete, TCA will provide current TC Systems' customers with the services they are currently receiving from TC Systems pursuant to TCA contracts and/or tariffs that offer such services under the same rates, terms, and conditions as these customers currently receive. A copy of the Company's Application can be found on the Commission's website at www.psc.sc.gov under Docket No. 2013-312-C. Additionally, a copy of the Application is available from the Company's representative Patrick W. Turner, Esquire, TC Systems and TCA, 1600 Williams St., Suite 5200, Columbia, SC 29201. PLEASE TAKE NOTICE that a hearing on the above matter has been scheduled to begin on Monday, October 28, 2013, at 10:00 a.m., before a Hearing Examiner in the Commission's Hearing Room at 101 Executive Center Drive, Saluda Building, Columbia, South Carolina 29210. PLEASE BE ADVISED that pursuant to S.C. Code Ann. Section 58-9-280, as amended, the Commission will invoke the 120-day period allowed for consideration of this matter. Any person who wishes to participate in this matter as a party of record with the right of cross-examination, should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before Monday, September 16, 2013, and indicate the amount of time required to address the Commission. For the receipt of future Commission correspondence, please include an email address in the Petition to Intervene. Please refer to Docket No. 2013-312-C. Any person who wishes to testify and present evidence at the hearing should notify, in writing, the Commission; the Office of Regulatory Staff at 1401 Main Street, Suite 900, Columbia, South Carolina 29201; and the Company's representative at the above address, on or before Monday, September 16, 2013, and indicate the amount of time required to address the Commission. Please refer to Docket No. 2013-312-C. Any person who wishes to be notified of any change in the hearing, but does not wish to present testimony or be a party of record, may do so by notifying the Commission, in writing, at the address below on or before Monday, September 16, 2013. Please refer to Docket No. 2013-312-C. PLEASE TAKE NOTICE that any person who wishes to have his or her comments considered as part of the official record of this proceeding MUST present such comments in person to the Commission during the hearing. Persons seeking information about the Commission's procedures should contact the Commission at (803) 896-5100 or visit its website at www.psc.sc.gov. 8/15/13

Carolina Publishing

Advertising Affidavit

AT&T
1600 WILLIAMS STREET
COLUMBIA, SC 29201

P.O Box 100528
Florence, SC 29501
(843) 317-6397

Account Number

2152725

Date

August 16, 2013

Date	Category	Description	Ad Size	Total Cost
08/22/2013	_Legal Notices	PUBLIC SERVICE COMMISSION OF SOUTH CARO	1 x 151 L	676.33

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

CLERK'S OFFICE

NOTICE OF FILING AND HEARING

DOCKET NO. 2013-312-C

DOCKET SUMMARY: Joint Application of TC Systems, Inc. and Teleport Communications America, LLC for Approval to Transfer Assets

TC Systems, Inc. ("TC Systems") and Teleport Communications America, LLC ("TCA") (together, "Joint Applicants") have filed a Joint Application for Approval of Asset Transfer with the Public Service Commission of South Carolina ("Commission"). The Application was filed pursuant to Title 58 of the South Carolina Code, including, but not limited to, S.C. Code Ann. Sections 58-9-280(B), 58-9-310, 58-9-300, and 58-3-230. The Joint Applicants request the following relief from the Commission: 1.) approval of the transfer of all applicable property, powers, franchises and privileges (including without limitation the transfer of TC Systems' existing certificates and authorizations to provide services) of TC Systems to TCA to occur on or after October 31, 2013; 2.) approval that is required pursuant to Section 58-9-300 (Abandonment of Service); 3.) waiver of any "slamming regulations that arguably would be violated by the transaction; 4.) approval of the removal of any local carrier freezes that are necessary to implement the transaction; and 5.) granting TCA all of the certificates and authorizations TC Systems currently has, subject to the same terms and conditions that appear in TC Systems' existing certificates and authorizations.

Publisher of the Morning News

This is to certify that the attached PUBLIC SERVICE COMMISSION was published in the Morning News in the City of Florence, state of South Carolina on the following dates:

08/16/2013

The First insertion being given ... 08/16/2013

Newspaper reference: 0000652253

Sworn to and subscribed before me this

8/28/13

[Signature]

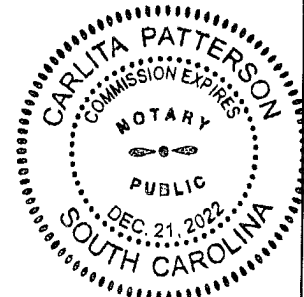
Notary Public

[Signature]

Supervisor

State of South Carolina
My Commission expires

My Commission Expires
December 21, 2022



(continued)

THIS IS NOT A BILL. PLEASE PAY FROM INVOICE. THANK YOU

According to the Joint Application, as part of an on-going, multi-state initiative to increase efficiency and to provide a more seamless customer experience by consolidating various subsidiaries into a single entity, the AT&T family of companies would like to transfer the assets of TC Systems, a subsidiary of AT&T Corp., that serve South Carolina customers to its affiliate, TCA, on or about October 31, 2013. The assets to be transferred include, without limitation, all of the certificates and authorizations TC Systems currently has, subject to the same terms and conditions that appear in TC Systems' existing certificates and authorizations. TC Systems' assets also include, without limitation, its accounts receivable and customer base. TC Systems has authority to provide telecommunications services in South Carolina; TCA currently does not have authority to provide telecommunications services in South Carolina.

The Joint Application states that the proposal is a corporate change and is strictly pro forma and will not impact the provision of telecommunications services in South Carolina. Also, there will be no change in the ultimate ownership, control or management or the day-to-day operations of the authorized carrier. Additionally, service will be provided using the same network, billing systems, and customer service operations used by TC Systems today. Finally, once the transaction is complete, TCA will provide current TC Systems' customers with the services they are currently receiving from TC Systems pursuant to TCA contracts and/or tariffs that offer such services under the same rates, terms, and conditions as these customers currently receive.

A copy of the Company's Application can be found on the Commission's website at www.psc.sc.gov under Docket No. 2013-312-C. Additionally, a copy of the Application is available from the Company's representative Patrick W. Turner, Esquire, TC Systems and TCA, 1600 Williams St., Suite 5200, Columbia, SC 29201.

PLEASE TAKE NOTICE that a hearing on the above matter has been scheduled to begin on **Monday, October 28, 2013, at 10:00 a.m.**, before a Hearing Examiner in the Commission's Hearing Room at 101 Executive Center Drive, Saluda Building, Columbia, South Carolina 29210.

PLEASE BE ADVISED that pursuant to S.C. Code Ann. Section 58-9-280, as amended, the Commission will invoke the 120-day period allowed for consideration of this matter.

Any person who wishes to participate in this matter as a party of record with the right of cross-examination, should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before **Monday, September 16, 2013**, and indicate the amount of time required to address the Commission. For the receipt of future Commission correspondence, please include an email address in the Petition to Intervene. **Please refer to Docket No. 2013-312-C.**

Any person who wishes to testify and present evidence at the hearing should notify, in writing, the Commission; the Office of Regulatory Staff at 1401 Main Street, Suite 900, Columbia, South Carolina 29201; and the Company's representative at the above address, on or before **Monday, September 16, 2013**, and indicate the amount of time required to address the Commission. **Please refer to Docket No. 2013-312-C.**

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Persons seeking information about the Commission's procedures should contact the Commission at (803) 896-5100 or visit its website at www.psc.sc.gov.

BELLSOUTH/LEGAL ADS
AT&T SOUTH CAROLINA 1600 WILLIAMS ST, 5TH FLOOR
COLUMBIA SC 29201

AFFIDAVIT OF PUBLICATION

The Post and Courier

State of South Carolina

County of Charleston

Personally appeared before me the undersigned advertising clerk of the above indicated newspaper published in the city of Charleston, county and state aforesaid, who, being duly sworn, says that the advertisement of

(copy attached)

appeared in the issues of said newspaper on the following day(s):

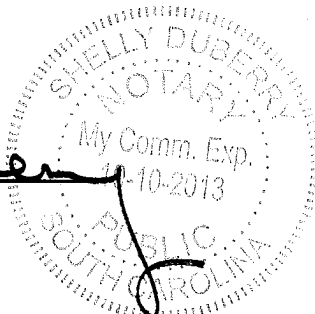
08/19/13 Mon PC
08/19/13 Mon CNW

at a cost of **\$486.12**
Account# **102344**
Order# **1021189**
P.O. Number: **2013-312-C**

Subscribed and sworn to before
me this 20th day
of AUGUST
A.D. 2013

K. Edgings
advertising clerk

Shelly Duberry
NOTARY PUBLIC, SC
My commission expires



PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

CLERK'S OFFICE

NOTICE OF FILING AND HEARING

DOCKET NO.
2013-312-C

Joint Application of TC Systems, Inc. and Teleport Communications America, LLC for Approval to Transfer Assets

TC Systems, Inc. ("TC Systems") and Teleport Communications America, LLC ("TCA") (together, "Joint Applicants") have filed a Joint Application for Approval of Asset Transfer with the Public Service Commission of South Carolina ("Commission"). The Application was filed pursuant to Title 59 of the South Carolina Code, including, but not limited to, S.C. Code Ann. Sections 58-9-280(B), 58-9-310, 58-9-300, and 58-3-230. The Joint Applicants request the following relief from the Commission: 1.) approval of the transfer of all applicable property, powers, franchises and privileges (including without limitation the transfer of TC Systems' existing certificates and authorizations to provide services) of TC Systems to TCA to occur on or after October 31, 2013; 2.) approval that is required pursuant to Section 58-9-300 (Abandonment of Service); 3.) waiver of any "slamming" regulations that arguably would be violated by the transaction; 4.) approval of the removal of any local carrier freezes that are necessary to implement the transaction; and 5.) granting TCA all of the certificates and authorizations TC Systems currently has, subject to the same terms and conditions that appear in TC Systems' existing certificates and authorizations.

According to the Joint Application, as part of an on-going, multi-state initiative to increase efficiency and to provide a more seamless customer experience by consolidating various subsidiaries into a single entity, the AT&T family of companies would like to transfer the assets of TC Systems, a subsidiary of AT&T Corp., that serve South Carolina customers to its affiliate, TCA, on or about October 31, 2013. The assets to be transferred include, without limitation, all of the certificates and authorizations TC Systems currently has, subject to the same terms and conditions that appear in TC Systems' existing certificates and authorizations. TC Systems' assets also include, without limitation, its accounts receivable and customer base. TC Systems has authority to provide telecommunications services in South Carolina; TCA currently does not have authority to provide telecommunications services in South Carolina.

The Joint Application states that the proposal is a corporate change and is strictly pro forma and will not impact the provision of telecommunications services in South Carolina. Also, there will be no change in the ultimate ownership, control or management or the day-to-day operations of the authorized carrier. Additionally, service will be provided using the same network, billing systems, and customer service operations used by TC Systems today. Finally, once the transaction is complete, TCA will provide current TC Systems' customers with the services they are currently receiving from TC Systems pursuant to TCA contracts and/or tariffs that offer such services under the same rates, terms, and conditions as these customers currently receive.

A copy of the Company's Application can be found on the Commission's website at www.psc.sc.gov under Docket No. 2013-312-C. Additionally, a copy of the Application is available from the Company's representative Patrick W. Turner, Esquire, TC Systems and TCA, 1600 Williams St., Suite 5200, Columbia, SC 29201.

PLEASE TAKE NOTICE that a hearing on the above matter has been scheduled to begin on Monday, October 28, 2013, at 10:00 a.m. before a Hearing Examiner in the Commission's Hearing Room at 101 Executive Center Drive, Saluda Building, Columbia, South Carolina 29210.

PLEASE BE ADVISED that pursuant to S.C. Code Ann. Section 58-9-280, as amended, the Commission will invoke the 120-day period allowed for consideration of this matter.

Any person who wishes to participate in this matter as a party of record with the right of cross-examination, should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before **Monday, September 16, 2013**, and indicate the amount of time required to address the Commission. For the receipt of future Commission correspondence, please include an email address in the Petition to Intervene. Please refer to **Docket No. 2013-312-C**.

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8/15/13

AD#

AT&T SOUTH CAROLINA CINDY COX
1600 WILLIAMS STREET 5TH FLOOR
COLUMBIA SC 29201

AFFIDAVIT OF PUBLICATION

Aiken Standard

The North Augusta Star

State of South Carolina

County of Aiken

Personally appeared before me the undersigned advertising clerk of the Aiken Standard, a seven day per week newspaper published in Aiken, South Carolina, and made oath in due form of law that the advertisement of

(copy attached)

appeared in the issues of said newspaper on the following day(s):

08/21/13 Wed AS
08/21/13 Wed ASW

at a cost of \$553.67
Account# 289814
Order# 1022424
P.O. Number: 2013-312-C

SWORN and subscribed to before
me today, 08/21/2013


advertising clerk


My Commission Expires September 29, 2016

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

CLERK'S OFFICE

NOTICE OF FILING AND HEARING

DOCKET NO. 2013-312-C

Docket Summary: Joint Application of TC Systems, Inc. and Teleport Communications America, LLC for Approval to Transfer Assets

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8/15/13

Direct correspondence to:

Public Service Commission of South Carolina
Attention: Clerk's Office
Post Office Drawer 11649
Columbia, SC 29211

August 21, 2013

THE STATE MEDIA CO., INC.
Columbia, South Carolina
publisher of
The State

STATE OF SOUTH CAROLINA
COUNTY OF RICHLAND

Personally appeared before me, Emily Fernandez, Project & Support Supervisor
of THE STATE, and makes oath that the advertisement,

Notice of Filing and Hearing Docket No: 2013-312-C Joint Application of TC Systems,
Inc and Teleport Communications America, LLC for Approval to Transfer Assets

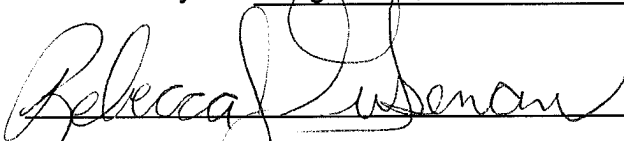
was inserted in THE STATE, a daily newspaper of general circulation published in
the City of Columbia, State and County aforesaid, in the issue(s) of

August 22, 2013



Subscribed and sworn to before me

on this day August 22, 2013



Notary Public

My commission expires
January 20, 2014

*"Errors- the liability of the publisher on account of errors in
or omissions from any advertisement will in no way exceed
the amount of the charge for the space occupied by the item in
error, and then only for the first incorrect insertion."*

PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA, CLERK'S OFFICE
NOTICE OF FILING

AND HEARING

DOCKET NO. 2013-312-C

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8/15/13

STATE OF SOUTH CAROLINA)
)
COUNTY OF RICHLAND) CERTIFICATE OF SERVICE

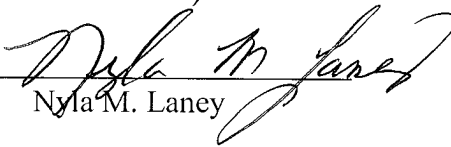
The undersigned, Nyla M. Laney, hereby certifies that she is employed by the Legal Department for AT&T South Carolina (“AT&T”) and that she has caused TC Systems, Inc. (“TC Systems”), and Teleport Communications America, LLC (“TCA”) Proof of Publication in Docket No. 2013-312-C to be served upon the following on September 12, 2013:

Courtney Dare Edwards, Esquire
Office of Regulatory Staff
1401 Main Street, Suite 900
Columbia, South Carolina 29201
(Electronic Mail)

F. David Butler, Esquire
Senior Counsel
S. C. Public Service Commission
Post Office Box 11649
Columbia, South Carolina 29211
(PSC Staff)
(Electronic Mail)

Joseph Melchers
General Counsel
S.C. Public Service Commission
Post Office Box 11649
Columbia, South Carolina 29211
(PSC Staff)
(Electronic Mail)

Jocelyn G. Boyd, Esquire
Chief Clerk
S. C. Public Service Commission
Post Office Box 11649
Columbia, South Carolina 29211
(PSC Staff)
(Electronic Mail)


Nyla M. Laney

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